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Ref No: APSEZL/SECT/2025-26/8

April 17, 2025

BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 532921

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Scrip Code: ADANI PORTS

Sub: Intimation of outcome of board meeting held on April 17, 2025 under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

With reference to the above, and further to our intimation to the stock exchanges dated April 14, 2025, and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**Listing Regulations**") read with SEBI circular no. SEBI/HO/CFD/PoD/CIR/P/0155 dated November 11, 2024, ("**SEBI Circular**"), we would like to inform you that the board of directors of Adani Ports and Special Economic Zone Limited ("**APSEZ**" or "**Company**") at the meeting held today, has approved the following:

• Acquisition of Abbot Point Port Holdings Pte. Ltd. ("**Abbot**") from Carmichael Rail and Port Singapore Holdings Pte. Ltd. ("**CRPSHPL**") and execution of a share subscription and purchase agreement of even date with CRPSHPL and Abbot.

• Issuance, offer and allotment of 14,38,20,153 equity shares of the Company, of face value INR 2/- each, ("**Subscription Shares**") to CRPSHPL, for consideration other than cash, towards the discharge of consideration payable for the acquisition of 100% of the paid up share capital of Abbot from CRPSHPL on a preferential basis ("**Preferential Issue**") in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("**SEBI ICDR Regulations**") ("**Proposed Transaction**").

The issuance and allotment of the Subscription Shares to CRPSHPL and transfer of the shares of Abbot by CRPSHPL to the Company as stated above is subject to, *inter alia*, receipt of approval of the shareholders of the Company and requisite regulatory approvals.

The details in relation to the acquisition of Abbot's shares by the Company and issuance of the Subscription Shares to CRPSHPL pursuant to the Preferential Issue, as required to be disclosed under Regulation 30 of the Listing Regulations read with the SEBI Circular, is enclosed herewith as **Annexure I** and **Annexure II**, respectively.

Adani Ports and Special Economic Zone Ltd
Adani Corporate House, Shantigram,
Nr. Vaishno Devi Circle, S. G. Highway,
Khodiyar, Ahmedabad - 382421
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The board meeting commenced at 6.00 pm and ended at 7.45 pm.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For Adani Ports and Special Economic Zone Limited

Kamlesh Bhagia
Company Secretary

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Annexure I
Acquisition of Abbot's shares by the Company

Sr. No.	Particulars	Information of such event
1.	Name of the Target Company and brief details such as size, turnover	<p>Name: Abbot Point Port Holdings Pte. Ltd.</p> <p>Issued Share Capital: USD 1,000*</p> <p>Paid up Capital: USD 1,000*</p> <p>The standalone turnover of Abbot in the last financial year ended on 31 March 2025 was USD 28,38,01,690</p> <p>*As a condition precedent to the Proposed Transaction, Abbot shall issue and allot 940,000,000 additional ordinary shares to CRPSHPL.</p>
2.	Whether the acquisition will fall within related party transactions and whether the promoter/promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at arm's length.	<p>The Company, CRPSHPL and Abbot are related parties. Consequent to the preferential issue, CRPSHPL would be classified as 'promoter group' within the meaning of Regulation 2(1)(pp)(v) of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.</p> <p>The Proposed Transaction is being undertaken at arms' length, in accordance with the pricing guidelines for preferential issues prescribed under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and based on valuation report dated April 17, 2025 issued by GT Valuation Advisors Private Limited, an independent registered valuer (with registration no. IBBI/RV-E/05/2020/134), and SBI Capital Markets Limited, an independent SEBI registered merchant banker as required for compliance as per Foreign Exchange Management Act, 1999 and rules made thereunder.</p>

3.	Industry to which the entity acquired belongs	Abbot is engaged in the port industry.
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business outside the main line of business of the listed entity)	<p>Abbot owns the entities which own and operate the North Queensland Export Terminal, a dedicated export terminal with a current nameplate capacity of 50 million tonnes per annum ("mtpa"). The terminal is located at the Port of Abbot Point, approximately 25 km north of Bowen, in North Queensland on Australia's east coast.</p> <p>The transaction will further enhance APSEZ's global transport and logistics footprint and fast track its journey to handle 1 billion tonnes per annum by 2030.</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisition	<p>The acquisition will, <i>inter alia</i>, require the following approvals:</p> <ul style="list-style-type: none"> (i) in-principle approval of the stock exchanges; (ii) the approval of the Reserve Bank of India; (iii) approval from Foreign Investments Review Board, Australia; and (iv) such other regulatory approval as may be required for the Proposed Transaction.
6.	Indicative time period for completion of the acquisition	The acquisition will be completed within 15 days from (i) the receipt of all the requisite approval(s) above; or (ii) the date on which the Company's shareholders approve the issue of equity shares of the Company on a preferential basis to CRPSHPL, whichever is later.
7.	Nature of consideration	<p>Consideration other than cash</p> <p>The Company will acquire 100% of the paid up share capital of Abbot from CRPSHPL, for consideration other than cash, to be discharged by way of issuance and allotment of 14,38,20,153 equity shares of the Company of the face value of INR 2/- each, fully paid up, on a preferential basis to CRPSHPL.</p>



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8.	Cost of Acquisition	INR 182.90 per share.						
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	100% of the paid up capital of Abbot.						
10.	Brief background of the entity acquired (product/line of business acquired, date of incorporation/history of last three years turnover), country in which acquired entity has presence and any other significant information	<p>Business:</p> <p>Abbot is a private limited company incorporated and domiciled in the Republic of Singapore.</p> <p>The principal activities of Abbot are to carry on the business of port operators and investment holding.</p> <p>Abbot's business also includes providing loans and advances to its subsidiaries, operating port terminals, and making any investments in its subsidiaries.</p> <p>Date of Incorporation: 08/02/2013</p> <p>Last 3 years standalone turnover (in USD):</p> <table border="1"> <thead> <tr> <th>FY 24-25</th> <th>FY 23-24</th> <th>FY 22-23</th> </tr> </thead> <tbody> <tr> <td>28,38,01,690</td> <td>27,46,25,164</td> <td>11,93,73,358</td> </tr> </tbody> </table>	FY 24-25	FY 23-24	FY 22-23	28,38,01,690	27,46,25,164	11,93,73,358
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Annexure II

Preferential Allotment of Company's shares

Sr. No.	Particulars	Information of such event								
1.	Type of securities proposed to be issued	Equity shares of face value INR 2/- each								
2.	Type of issuance	Preferential Issue of equity shares in accordance with the SEBI ICDR Regulations read with the Companies Act, 2013 and rules made thereunder.								
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued	14,38,20,153 equity shares of the Company having face value of INR 2 each, at a price of INR 1,199 per equity share, which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations, for consideration other than cash, towards discharge of consideration payable for the acquisition of 100% of the paid up share capital of Abbot Point Port Holdings Pte. Ltd. (" Abbot ") from Carmichael Rail and Port Singapore Holding Pte. Ltd. (" CRPSHPL ").								
4.	Additional details:									
i.	Names of the investor	CRPSHPL								
ii.	Post allotment of securities-outcome of the subscription, issue price/allotted price (in case of convertibles), number of investors;	<p>The equity shares are proposed to be allotted to Carmichael. Details of the shareholding of Carmichael in the Company, prior to and after the proposed preferential issue, are as under:</p> <table border="1"> <thead> <tr> <th>Name of the proposed allottees</th> <th>Pre issue equity holding (%)</th> <th>No. of shares to be allotted</th> <th>Post issue equity holding (%)</th> </tr> </thead> <tbody> <tr> <td>Carmichael Rail and Port Singapore Holding Pte. Ltd.</td> <td>NIL</td> <td>14,38,20,153</td> <td>6.24%</td> </tr> </tbody> </table>	Name of the proposed allottees	Pre issue equity holding (%)	No. of shares to be allotted	Post issue equity holding (%)	Carmichael Rail and Port Singapore Holding Pte. Ltd.	NIL	14,38,20,153	6.24%
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Carmichael Rail and Port Singapore Holding Pte. Ltd.	NIL	14,38,20,153	6.24%							



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III.	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Not applicable
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not applicable

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